

SPECTER & WILLOUGHBY, LLP
Ronald C. Specter (SBN 118417)
4675 MacArthur Court, Suite 1150
Newport Beach, California 92660
Telephone: (949) 833-9400
Facsimile: (949) 833-9425

DEWEY BALLANTINE LLP
Matthew M. Walsh (SBN 175004)
333 South Grand Avenue
Los Angeles, California 90071-1530
Telephone: (213) 621-6000
Facsimile: (213) 621-6100

Attorneys for defendant
CIRCLE K STORES, INC.

UNITED STATES DISTRICT COURT

EASTERN DIVISION OF CALIFORNIA

VICKI WEST and WENDY FEGUNDES,
individually and on behalf of all others
similarly situated,

Plaintiff,

vs.

CIRCLE K STORES, INC., a foreign
corporation,

Defendant.

) Case No. CIV. S-04-0438 WBS (GGH)

) **REQUEST FOR APPROVAL OF**
) **SUBSTITUTION OF ATTORNEY**

) Judge: Hon. William B. Shubb
) Courtroom No. 5

) First Amended Complaint Filed: July 18, 2005

Defendant Circle K Stores, Inc. hereby requests the Court to approve the substitution of Matthew M. Walsh of Dewey Ballantine LLP as attorneys of record in place of Specter & Willoughby, LLP pursuant to Local Rule 83-182(g). Mr. Walsh's contact information is:

Matthew M. Walsh
Dewey Ballantine LLP
333 South Grand Avenue
Los Angeles, California 90071-1530
Telephone: (213) 621-6000
Facsimile: (213) 621-6100
mwalsh@deweyballantine.com

I consent to this substitution.

Dated November 7, 2005

/s/
Lynn Westerfield, Authorized Representative of
Circle K Stores, Inc.

I consent to this substitution.

Dated November 4, 2005

/s/
Ronald C. Specter, Specter & Willoughby, LLP,
Withdrawing Attorneys

I have given proper notice pursuant to Local Rule 83-182(a)(2)(iv) and consent to this substitution.

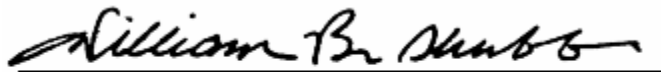
Dated November 3, 2005

/s/
Matthew M. Walsh, Dewey Ballantine LLP,
Substituting Attorneys

ORDER

IT IS SO ORDERED.

Dated: November 18, 2005


WILLIAM B. SHUBB
UNITED STATES DISTRICT JUDGE

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